

IN THE UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF MASSACHUSETTS
WORCESTER DIVISION

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|--|---|------------------------------------|
| DONALD P. SPEAKMAN, STEPHEN H. | § | |
| WEDEL and MARK L. ROBARE, | § | |
| Individually and On Behalf of All Others | § | |
| Similarly Situated, | § | |
| | § | |
| Plaintiffs, | § | |
| | § | Civil Action No. 4:04-cv-40077-FDS |
| v. | § | |
| | § | |
| ALLMERICA FINANCIAL LIFE INS. & | § | |
| ANNUITY CO., FIRST ALLMERICA | § | |
| FINANCIAL LIFE INS. CO., and | § | |
| ALLMERICA FINANCIAL CORP. | § | |
| | § | |
| Defendants. | § | |

**ORDER GRANTING PLAINTIFFS' MOTION FOR INCENTIVE AWARDS AND
PLAINTIFFS' COUNSEL'S MOTION FOR ATTORNEYS' FEES AND EXPENSES**

This matter having come on to be heard on August 11, 2006 on Plaintiffs' Motion for Incentive Awards and Plaintiffs' Counsel's Motion for Attorneys' Fees and Expenses (the "Motion"); the parties through their counsel having appeared; the Court having reviewed the submissions in support of the Motion; Defendants not opposing the Motion; no objection to the Motion having been made or filed; and the Court having considered the evidence before it,

IT IS HEREBY ORDERED, ADJUDGED, AND DECREED:

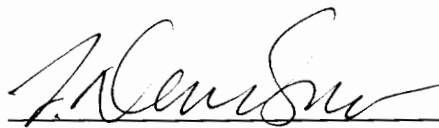
1. All capitalized terms not otherwise defined here shall have the same meaning as defined in the Stipulation of Settlement dated May 23, 2006 ("Stipulation of Settlement");
2. Plaintiffs' Counsel are hereby awarded Attorneys' Fees, inclusive of expenses, in the amount of \$ 2,600,000.00 . This amount shall be paid by Defendants to Hubbard & Biederman, LLP, Lead Counsel for the Class, within ten (10) business days of the Final

Settlement Date. Lead Counsel shall allocate and distribute the Attorneys' Fees among Plaintiffs' Counsel; and

3. Plaintiffs and Class Representatives Donald P. Speakman, Stephen H. Wedel and Mark L. Robare are granted Incentive Awards in the amount of \$ 20,000.00 each.

These amounts shall be paid by Defendants within ten (10) business days of the Final Settlement Date.

Date: August 11, 2006



JUDGE F. DENNIS SAYLOR, IV
UNITED STATES DISTRICT JUDGE